

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

CENGAGE LEARNING, INC., BEDFORD,
FREEMAN & WORTH PUBLISHING GROUP, LLC
d/b/a MACMILLAN LEARNING, MCGRAW HILL
LLC, and PEARSON EDUCATION, INC.,

Plaintiffs,

v.

DOES 1 – 50 d/b/a Library Genesis, bookwarrior,
cdn1.booksdl.org, jlibgen.tk, libgen.ee, libgen.fun,
libgen.gs, libgen.is, libgen.lc, libgen.li, libgen.pm,
libgen.rocks, libgen.rs, libgen.space, libgen.st,
libgen.su, library.lol, and llhf.com,

Defendants.

Civil Action No. 23-cv-08136-CM

DECLARATION OF RACHEL COMERFORD

I, Rachel Comerford, hereby declare, pursuant to 28 U.S.C. § 1746, as follows:

1. I am employed by Bedford, Freeman & Worth Publishing Group, LLC, doing business as Macmillan Learning (“Macmillan Learning”) as the Senior Director, Accessibility Outreach and Communication. I have worked for Macmillan Learning for over 10 years. Among other responsibilities, I focus on enforcement of Macmillan Learning’s intellectual property rights, including protection of its copyrights in connection with online piracy matters.

2. I submit this declaration in support of Plaintiffs’ Motion for Entry of a Default Judgment, Permanent Injunction, and Post-Judgement Relief Order (the “Motion”) against Defendants Does 1-50 d/b/a Library Genesis, bookwarrior,cdn1.booksdl.org, jlibgen.tk, libgen.ee, libgen.fun, libgen.gs, libgen.is, libgen.lc, libgen.li, libgen.pm, libgen.rocks, libgen.rs, libgen.space, libgen.st, libgen.su, library.lol, and llhf.com (collectively, “Defendants”). I have knowledge of the facts stated herein based on personal knowledge or my review of documents,

files, websites, and other items. If called upon to do so, I am able to testify competently to the matters as stated herein.

MACMILLAN LEARNING'S BUSINESS AND VALUABLE WORKS

3. Headquartered in New York, Macmillan Learning is one of the leading higher education publishers in the United States. Macmillan Learning is committed to creating and publishing copyrighted works that advance learning and, each year, publishes thousands of valuable educational works. Working with authors who are experts in their fields, Macmillan Learning develops, markets, distributes, and sells a wide range of educational content and tools to professionals, educators, and students. Macmillan Learning's works include physical and digital textbooks, which are among the most popular and widely used titles in their fields. In creating these textbooks, Macmillan Learning and its authors engage in an ongoing creative process, collaborating closely to select, plan, create, write, edit, organize, and arrange the content within the textbook, and actively review and update the content based on their expertise, research, and analysis, and the needs of the scholastic community. Macmillan Learning also invests significant time and money into publishing its works, including in content creation and in the support, advertisement, marketing, and promotion of its works in the United States. Macmillan Learning and its predecessors have a long history in the publishing industry and, through decades of effort, built a reputation for publishing works of the highest quality.

4. Macmillan Learning owns or exclusively controls the copyrights in its works or derivative works described in Exhibit A to the Complaint ("Authentic Works"), which are registered with the U.S. Copyright Office. Exhibit A to the Complaint includes the applicable title, edition, copyright registration number, and copyright registration date for each of Macmillan Learning's Authentic Works that Defendants have infringed. The Authentic Works included in

Exhibit A to the Complaint are by no means an exhaustive list of Macmillan Learning's works that Defendants have infringed via the Libgen websites (the "Libgen Sites" or "Sites").

DEFENDANTS' INFRINGING ACTIVITIES

5. On the Libgen Sites, Defendants list over 1,100 files with Macmillan Learning identified as the publisher. Accordingly, Defendants have reproduced and distributed an untold number of digital copies of Macmillan Learning's textbooks. Macmillan Learning has not granted any license or otherwise authorized Defendants or the Sites to reproduce or distribute any copies of its copyrighted works.

6. At Macmillan Learning's request, a team at Oppenheim + Zebrak, LLP ("O+Z") downloaded copies of the Authentic Works from the Libgen Sites. A team at Macmillan Learning then confirmed that these files are in fact unauthorized copies of the Authentic Works.

7. Macmillan Learning's vendor sent over 10,000 notices of infringement to Defendants providing specific URLs on Libgen websites for takedown. Defendants have failed to act on the overwhelming majority of those notices.

DEFENDANTS CAUSE SUBSTANTIAL INJURY

8. Macmillan Learning invests substantial resources to combat online piracy of its works, which is rampant, and Defendants are among the worst offenders. Defendants compete with Macmillan Learning by distributing infringing copies of its works for free. When consumers obtain copies of Macmillan Learning's works from the Libgen Sites, instead of through legitimate channels, no remuneration is provided to Macmillan Learning or its authors for the substantial investments they have made to create and publish the works. Moreover, social media is rife with messages to students instructing or encouraging them to use the Libgen Sites to obtain their textbooks instead of paying for lawful textbooks.

9. Defendants' unlawful conduct also devalues the textbook market. When

consumers can acquire textbooks for free, they are less likely to be willing to pay fair value for them and more likely to be unaware or unappreciative of the substantial time and money invested in producing them. A substantial decline in revenue from sales could cause Macmillan Learning to cease publishing certain works.

I declare under penalty of perjury that the foregoing is true and correct.



RACHEL COMERFORD

Executed on this 28 day of February 2024.